



SO ORDERED.

SIGNED this 04 day of August, 2004.


LEIF M. CLARK
UNITED STATES BANKRUPTCY JUDGE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
SCHLOTZSKY'S, INC.	§	CASE NO. 04-54504
SCHLOTZSKY'S RESTAURANTS, INC.	§	CASE NO. 04-54506
SCHLOTZSKY'S REAL ESTATE, INC.	§	CASE NO. 04-54507
SCHLOTZSKY'S FRANCHISOR, LLC	§	CASE NO. 04-54508
SCHLOTZSKY'S FRANCHISE OPERATIONS, LLC	§	CASE NO. 04-54509
SCHLOTZSKY'S BRAND PRODUCTS, LLC	§	CASE NO. 04-54510
DFW RESTAURANT TRANSFER CORP.	§	CASE NO. 04-54511
56TH AND 6TH, INC.	§	CASE NO. 04-54512
RAD ACQUISITION CORP.	§	CASE NO. 04-54513
SAN FELIPE, LLC,	§	CASE NO. 04-54514
Debtors.	§	CHAPTER 11
	§	(Motion for Joint Administration Pending)

**ORDER GRANTING EMERGENCY MOTION FOR ORDER
EXTENDING PERIOD DURING WHICH UTILITY COMPANIES MAY
NOT ALTER, REFUSE, OR DISCONTINUE SERVICES**

Came on for consideration the Emergency Motion For Order Extending Period During Which Utility Companies May Not Alter, Refuse, or Discontinue Services (the “Motion”) filed by Schlotzsky’s, Inc. (“SI”), Schlotzsky’s Restaurants, Inc. (“Restaurants”), Schlotzsky’s Real Estate, Inc. (“Real Estate”), Schlotzsky’s Franchisor, LLC (“Franchisor”), Schlotzsky’s Franchise Operations, LLC (“Franchise Operations”), Schlotzsky’s Brand Products (“Brand Products”), DFW Restaurant Transfer Corp. (“DFW”), 56th and 6th, Inc. (“56th and 6th”), RAD Acquisition Corp. (“RAD”), and San Felipe, LLC (“San Felipe”) (collectively, “Schlotzsky’s” or the “Debtors”). The Motion requests an extension of the period during which the Debtors are protected from any alteration, refusal or discontinuation of their utility services. The Court has considered the Motion, arguments of counsel, and the evidence presented and finds that the relief requested in the Motion is in the best interest of the Debtors, their estates and creditors. The Court also finds that, given the circumstances and the nature of the relief requested, no further notice need be given, except as specifically required by the terms of this Order; therefore, it is hereby

ORDERED that the 20-day period provided by 11 U.S.C. § 366 for providing adequate assurance of payment to the Utility Companies, attached as **Exhibit A** hereto, is extended until (a) the date on which this Court enters an order granting the Debtors’ Emergency Motion Pursuant to §§ 105(a) and 366(b) For Determination that Adequate Assurance Has Been Provided to Utility Companies (the “Adequate Assurance Motion”) or (b) if the Court enters an order denying the relief requested in the Adequate Assurance Motion, the date that is thirty (30)

days after the entry date of any such order (the “Extended Period”), without prejudice to the Debtors’ rights to seek an additional extension if cause so exists; and it is further

ORDERED that the Debtors are required to serve a copy of this Order on all Utility Companies set forth on **Exhibit A** attached hereto and any other Utility Companies subsequently identified by the Debtors that are affected by this Order; and it is further

ORDERED that this Order is intended to cover any Utility Company inadvertently excluded from **Exhibit A** as long as such Utility Company, when identified, is provided notice of this Order.

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EXHIBIT A

Aaron's Home Repair Services
11225 Jockey Bluff Drive
Austin, Tx 78748

Alabama Power
#2 Industrial Park Dr.
Pelham, Al 35124

Allegiance Telecom Of Arizona,
P.O. Box 650226
Dallas, Tx 75265-0226

Allegiance Telecom Of Texas,
P.O. Box 650226
Dallas, Tx 75265-0226

Allegiance Telecom, Inc,
P.O. Box 650226
Dallas, Tx 75265-0226

American Waste Removal Inc.
502 Carmony Lane N.E.
Albuquerque, Nm 87107

Aps(2907)
P.O. Box 2907
Phoenix, Az 85062

At &T (2971)
P.O. Box 2971
Omaha, Ne 68103-2971

At&T (2969)
P.O. Box 2969
Omaha, Ne 68103-2969

At&T (9001310)
P.O. Box 9001310
Louisville, Ky 40290-1310

At&T Wireless
Po Box 105773
Atlanta, Ga 30348-5773

At&T Wireless (650054)
P.O. Box 650054
Dallas, Tx 75265-0054

At&T Wireless (8220)
P.O. Box 8220
Aurora, Il 60572-8220

Bell South (105262)
P.O. Box 105262
Atlanta, Ga 30348-5262

Bell South (740144)
P.O. Box 740144
Atlanta, Ga 30374-0144

Bestline
500 Capital Of Texas Hwy North, Building 8
Suite 200
Austin, Tx 78746-3335

Birch Telecom
P.O. Box 660111
Dallas, Tx 75266-0111

Birmingham Water Works Board
3600 1st Avenue North
Birmingham, Al 35222

Browning Ferris Industries
National Accounts Service Ctr, P.O. Box
99917
Chicago, Il 60696-7717

Center Point Energy
P.O. Box 1325
Houston, Tx 77251-1325

City Of Austin Utilities
P.O. Box 2267
Austin, Tx 78768-2267

City Of Austin- Utilities
P.O. Box 2267
Austin, Tx 78783-2267

City Of Cartersville
P.O. Box 1390, 10 Public Square
Cartersville, Ga 30120

City Of Cedar Park
600 N. Bell Blvd
Cedar Park, Tx 78613

City Of College Station - Util
Utility Customer Services, Po Box 10230
College Station, Tx 77842

City Of Hoover
P.O. Box 830269
Birmingham, Al 35283-0269

City Of Houston, Water
P.O. Box 1560
Houston, Tx 77251

City Of Pearl
P.O. Box 54195
Pearl, Ms 39288-4195

City Of Rio Rancho
Water & Wastewater Service, P.O. Box 27228
Albuquerque, Nm 871257228

City Of Round Rock
Utility Billing, 221 E. Main
Round Rock, Tx 78664-5299

City Of Southaven (Water)
5813 Pepperchase Dr.
Southaven, Ms 38671
City Of Springdale
Business License Div, 201 Spring Street
Springdale, Ar 72764

Cobb Emc
P.O. Box 369
Marietta, Ga 30061-0369

Comcast
P.O. Box 105257
Atlanta, Ga 30348-5257

Communigroup
P.O. Box 940
Jackson, Ms 39205-0940

Emergence Telecom Group, Inc.
P.O. Box 81623
Austin, Tx 78708-1623

Entergy
P.O. Box 61825
New Orleans, La 70161-1825

Fulton County Finance Department
P.O. Box 105300
Atlanta, Ga 30348

Georgia Power
96 Annex
Atlanta, Ga 30396-0001

Mci (856053)
P.O. Box 856053
Louisville, Ky 40285-6053

Merit Littlefield I, L.P.
101 W. 6th Street, Suite 340
Austin, Tx 78701

Mississippi Valley Gas Company
P.O. Box 619785
Dallas, Tx 75261-9785

Pedernales Electric Co
P.O. Box 1
Johnson City, Tx 78636

Pnm Electric & Gas Services
Alvarado Square
Albuquerque, Nm 87158

Qwest - (29060)
P.O. Box 29060
Phoenix, Az 850389060

Qwest (Denver)
P.O. Box 173821
Denver, Co 80217-3821

Reliant Energy
P.O. Box 4932
Houston, Tx 77210-4932

Rreef America Reit Ii Portfoli
75 Remittance Drive # 1845
Chicago, Il 60675-1845

Sbc (630047)
P.O. Box 630047
Dallas, Tx 75263-0047

Southern Union Gas
P.O. Box 66831
St. Louis, Mo 63166-6831

Southwestern Bell (630047)
P.O. Box 630047
Dallas, Tx 75263-0047

Southwestern Bell (650502)
P.O. Box 650502
Dallas, Tx 75265-0502

Sprint (219505)
P.O. Box 219505
Kansas City, Mo 64121-9505

Sprint (6419)
P.O. Box 6419
Carol Stream, Il 60197-6419

Sprint (650270)
P.O. Box 650270
Dallas, Tx 75265-0270

Texas Gas Service
P.O. Box 269042
Oklahoma City, Ok 73126-9042

TXU Energy
P.O. Box 100001
Dallas, Tx 75310-0001

TXU Gas
P.O. Box 650654
Dallas, Tx 75265-0654

Verizon Southwest
P.O. Box 920041
Dallas, Tx 75392-0041